

Company No. 844703

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

SWISS LIFE (UK) SERVICES LTD

WE, being all the members of the Company who at the date of this resolution are entitled to attend and vote at a general meeting of the Company, RESOLVE, in accordance with section 381A of the Companies Act 1985, to pass the following as a written resolution:

That Graham Trill be appointed as a director of the Company with effect from the 30th of September 2003.

SIGNATURE: _____

BRIAN HURD, for and on behalf of Swiss Life (UK) Group Plc

SIGNATURE: _____

DRYHILL SERVICES, for and on behalf of Swiss Life (UK) Group Plc

SIGNATURE: _____

BRIAN HURD, in his capacity as nominee shareholder for and on behalf of Swiss Life (UK) Group Plc

DATE: _____

30th September 2003

